

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COORDINATED CONTINUED REGULAR MEETING OF JOHNSTOWN NORTH METROPOLITAN DISTRICT NOS. 1-3

HELD  
November 11, 2022

The Boards of Directors of the Johnstown North Metropolitan District Nos. 1-3 held a continued regular meeting, open to the public, via MS Teams at 8:00 a.m., Friday, November 11, 2022.

### ATTENDANCE

#### Directors in Attendance: (Via Teleconference)

Kim Perry, President & Chairperson  
Abby Kirkbride, Vice President/Assistant Secretary  
Josh Kane, Treasurer/Secretary  
Sam Salazar, Assistant Secretary/Assistant Treasurer  
Tim DePeder, Assistant Secretary/Assistant Treasurer

#### Also, in Attendance Were: (Via Teleconference)

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Jim Niemczyk, Mike McBride, and Samantha Romero; McWhinney  
Andrew Kunkel, Kevin Mitts, Irene Buenavista, Doug Campbell, Dillon  
Gamber, Randall Provencio and Kieyesia Conaway; Pinnacle Consulting  
Group, Inc.

### CALL TO ORDER

The meeting was called to order at 8:03 a.m. by Director Perry, President of the Boards, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

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### COMBINED MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Johnstown North Metropolitan District No. 1, with concurrence by the Johnstown North Metropolitan District Nos. 2 and 3.

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### CONFLICT OF INTEREST DISCLOSURE

Mr. Pogue noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may exist, as all Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the District. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required

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prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

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### APPROVAL OF AGENDA

The Boards considered the agenda. Upon motion duly made by Director Kane, seconded by Director Kirkbride and, upon vote, it was unanimously

**RESOLVED** to approve the agenda, as presented.

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### PUBLIC COMMENT

There were no members of the public present.

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### CAPITAL INFRASTRUCTURE ITEMS

Capital Fund Summary : Mr. Provencio reviewed the Capital Fund Summary with the Boards and answered questions.

Amended Project Budget for Iron Horse Filing 2 Lot 1 Amended (CFS #3): Mr. McBride presented the Amended Project Budget for Iron Horse Filing 2 Lot 1 Amended. Following review and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, unanimously carried, it was

**RESOLVED** to approve Amended Project Budget for Iron Horse Filing 2 Lot 1 Amended in the amount of \$329,300.00.

Bid Results for Iron Horse Filing 2 Lot 1 Amended: Mr. McBride reviewed the Bid Analysis Memorandum for Iron Horse Filing 2 Lot 1 Amended and answered questions.

Amended Construction Contract with Gerrard Excavating for Iron Horse Filing 2 Lot 1 Amended for Public Infrastructure Improvements: Mr. McBride presented an amended Construction Contract with Gerrard Excavating for Iron Horse Filing 2 Lot 1 Amended for public Infrastructure improvements. Following review and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, unanimously carried, it was

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**RESOLVED** to approve an Amended Construction Contract with Gerrard Excavating for Iron Horse Filing 2 Lot 1 Amended for public infrastructure improvements in the amount of \$196,800.50.

### 2023 BUDGET HEARING

Director Perry opened the 2023 Budget Hearing for Johnstown North Metropolitan District Nos. 1-3. Mr. Kunkel reported that notice of the budget hearing was published on October 20, 2022, in accordance with state budget law. There being no public input the public portion of the budget hearing was closed. Ms. Buenavista reviewed the budgets in detail and responded to questions. The budgets for the District by fund are as follows:

District No. 1  
Mill levy is 0.000 mills.  
General Fund Expenditures: \$178,049  
Capital Projects Fund Expenditures: \$1,319,336

District No. 2  
Mill levy is 8.000 mills.  
General Fund Expenditures: \$152,791  
Debt Service Fund Expenditures: \$439,363

District No. 3  
Mill levy is 25.000 mills.  
General Fund Expenditures: \$286

Following review and discussion, upon motion duly made by Director Kane, seconded by Director Kirkbride and, upon vote, unanimously carried, it was

**RESOLVED** to approve the Resolution to Adopt the 2023 budgets for Johnstown North Metropolitan District Nos. 1-3, as presented and set the mill levies, appropriate budgeted funds upon final certification of value being received by the County of Larimer on or before December 15, 2022 and approve all other documents related to the 2023 budgets. The District Manager and/or Accountant is authorized to make minor modifications that may be necessary following receipt of final assessed values and file the necessary documents with the state and county regarding the approval of the final budgets.

### LEGAL ITEMS

Covenant Enforcement and Fine Policy: Mr. Pogue presented the Covenant Enforcement and Fine Policy and answered questions. Following review

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and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, unanimously carried, it was

**RESOLVED** to approve the Covenant Enforcement and Fine Policy pending as amended to incorporate the following changes.

First Violation: \$250.00

Second Violation: \$250.00

Third Violation: \$1,000.00

Fourth and subsequent Violations shall be fined \$1,000.00 per Violation per day and shall be turned over to the District's Attorney for legal action, including but not limited, the recording of a Statement of Lien against the Lot.

Grease and Waste Control Policy for Food Preparation Facilities: Mr. Pogue presented the Grease and Waste Control Policy for Food Preparation Facilities and answered questions. Following review and discussion, upon motion duly made by Director Kane, seconded by Director Kirkbride and, upon vote, unanimously carried, it was

**RESOLVED** to approve the Grease and Waste Control Policy for Food Preparation Facilities as amended to update the monthly operations and maintenance fee to \$950.00 and to also specify what types of waste products are specified such as rags/cleaning cloths.

Advance and Reimbursement Agreement with Centerra Commercial, LLC, and in connection therewith, Issuance of Subordinate Promissory Note to secure Reimbursement of Capital Advances: Mr. Pogue presented the Advance and Reimbursement Agreement with Centerra Commercial, LLC, and in connection therewith, Issuance of Subordinate Promissory Note to secure Reimbursement of Capital Advances and answered questions. Following review and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, unanimously carried, it was

**RESOLVED** to approve the Advance and Reimbursement Agreement with Centerra Commercial, LLC, and in connection therewith, Issuance of Subordinate Promissory Note to secure Reimbursement of Capital Advances

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Work Order with MRES for Filing 3 Improvements: Mr. Pogue presented the Work Order with MRES for Filing 3 Improvements and answered questions. Following review and discussion, it was

**RESOLVED** to continue table this item until the next regularly scheduled Board Meeting.

DISTRICT  
MANAGER ITEMS

There were no District Manager Items to bring before the Board.

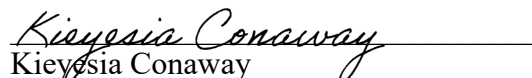
OTHER MATTERS

Director Kane noted he would like to reduce the number of attendees at the Board meetings, if possible.

ADJOURNMENT

Upon motion duly made by Director DePeder, seconded by Director Kane and, upon vote, the meeting was adjourned at 9:03 a.m.

Respectfully submitted

  
Kieyssia Conaway  
Recording Secretary for the Meeting